



Edelman

3634

June 29, 2010

Mr. Ryan Marshall
RHC Holding Private Limited
55, Hanuman Road,
Connaught Place,
New Delhi 110001

Re: The First Amendment (the "Amendment") to that certain Master Services Agreement ("Agreement") dated February 9, 2010 between Religare Enterprises Limited and its affiliates and group companies ("Client") and Daniel J. Edelman, Inc. d/b/a Edelman ("Edelman").

Dear Mr. Marshall:

Subject to the full execution of this First Amendment, Edelman and Client hereby agree to the following:

As of June 1, 2010, the Agreement formally between Religare Enterprises Limited and its affiliates and group companies and Edelman dated February 9, 2010, shall be between RHC Holding Private Limited and its affiliates and group companies ("Client") and Daniel J. Edelman, Inc. d/b/a Edelman ("Edelman")

Except as specifically amended by this Amendment, all other terms and conditions of the Agreement shall continue in full force and effect during the term of the Agreement. A copy of the Agreement is attached for reference.

If the foregoing terms and conditions are acceptable, please sign and date both originals of this Amendment and return one (1) original to Edelman.

Sincerely,

DANIEL J. EDELMAN, INC.

By: _____
Title: _____
Date: _____

ACCEPTED AND AGREED TO:

RELIGARE ENTERPRISES LIMITED

By: _____
Title: _____
Date: _____

NSD/CES/REGISTRATION UNIT
2010 SEP -1 AM 11:35

RHC HOLDING PRIVATE LIMITED

By: _____
Title: _____
Date: _____